

## **MARC I. STEINBERG**

Dedman School of Law  
Southern Methodist University (SMU)  
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Dallas, Texas 75205

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### **PRESENT POSITION**

Rupert and Lillian Radford Chair in Law and Professor of Law  
Dedman School of Law  
Southern Methodist University

### **SELECTED PROFESSIONAL EXPERIENCE**

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|----------------|-------------------------------------------------------------------------------|
| 1989-Present:  | Radford Chair in Law and Professor of Law<br>SMU Dedman School of Law         |
| 2013-Present:  | Director, Corporate Counsel<br>Externship Program<br>SMU Dedman School of Law |
| May 2022:      | Visiting Scholar<br>Tel Aviv University                                       |
| April 2022:    | Visiting Scholar<br>Hebrew University                                         |
| March 2020:    | Visiting Scholar<br>University of Auckland                                    |
| January 2020:  | Visiting Professor<br>UCLA School of Law                                      |
| February 2020: | Visiting Professor<br>University of Miami School of Law                       |

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| November 2019:  | Kelly Holdings Distinguished Visiting Fellow<br>Corporate and Financial Law<br>The University of Hong Kong |
| September 2019: | Visiting Scholar<br>Osgoode Hall Law School<br>York University<br>Toronto                                  |
| September 2019: | Visiting Professor<br>Catholic University of Paris                                                         |
| 2006-2012:      | Senior Associate Dean for Research<br>SMU Dedman School of Law                                             |
| 1998-2003:      | Senior Associate Dean for Academics<br>SMU Dedman School of Law                                            |
| 2003-2019:      | Founding Director<br>SMU Corporate Directors Institute                                                     |
| March 2018:     | Distinguished Visiting Scholar<br>University of New South Wales<br>(Sydney)                                |
| March 2017:     | Visiting Professor<br>Bocconi University (Italy)                                                           |
| November 2016:  | Visiting Academic Fellow<br>Lauterpacht Centre of International Law<br>University of Cambridge             |
| 2012-2013:      | Visiting Professor<br>Bar Ilan University                                                                  |
| 2012-2013:      | Visiting Professor<br>University of London                                                                 |

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| June 2010:        | Visiting Professor<br>Bar Ilan University                                                                                                                             |
| June 2007:        | Visiting Professor<br>University of Heidelberg                                                                                                                        |
| May-June 2005:    | Visiting Professor<br>University of Gothenburg                                                                                                                        |
| October 2004:     | Paul Hastings Visiting Professor in<br>Corporate and Financial Law<br>The University of Hong Kong                                                                     |
| 1994-2004:        | Visiting Professorial Fellow (in<br>International Securities Regulation)<br>Banking and Finance Law Unit<br>Centre for Commercial Law Studies<br>University of London |
| 1997-2000:        | President<br>Institute of International Banking<br>and Finance<br>SMU Dedman School of Law                                                                            |
| Feb.- March 1998: | Parsons Visiting Scholar, University<br>of Sydney; Visiting Professor, University of<br>Western Australia                                                             |
| 1989-1997:        | Of Counsel<br>Winstead, Sechrest, & Minick, P.C.<br>Dallas, Texas                                                                                                     |
| October 1997:     | Visiting Professor, Meiji Gakuin<br>University, Tokyo                                                                                                                 |
| March 1996:       | Visiting Scholar: University of<br>Buenos Aires, University of Belgrano                                                                                               |

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| March 1995:     | Visiting Scholar: University of Cape Town,<br>Rand Afrikaans University,<br>University of Stellenbosch,<br>University of Witwatersrand                                                                                                                                                                                                                                 |
| June 1994:      | Distinguished Lecturer<br>Centre of Commercial Law Studies<br>University of London                                                                                                                                                                                                                                                                                     |
| March 1993:     | Inaugural Visiting Charles F. Hartsock<br>Chair Professor of Law<br>College of Law<br>University of Cincinnati                                                                                                                                                                                                                                                         |
| Feb.-June 1991: | Visiting Professor: University of Konstanz<br>(Germany); Parsons Visiting Scholar:<br>University of Sydney; Visiting Scholar:<br>University of Canterbury, Victoria<br>University of Wellington (New Zealand),<br>University of Melbourne, Hong Kong<br>Polytechnic School of Law; Lecturer:<br>Ministry of Finance Course on International<br>Taxation, Taipei Taiwan |
| 1985-1989:      | Professor of Law<br>School of Law<br>University of Maryland                                                                                                                                                                                                                                                                                                            |
| Fall 1988:      | Visiting Radford Professor of Law<br>School of Law<br>Southern Methodist University                                                                                                                                                                                                                                                                                    |
| 1986-1989:      | Of Counsel<br>Melnicove, Kaufman, Weiner,<br>Smouse & Garbis, P.A.<br>Baltimore, Maryland                                                                                                                                                                                                                                                                              |

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|----------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|
| Spring 1988:   | Visiting Professor<br>The Wharton School<br>The University of Pennsylvania                                                                                |
| November 1986: | Visiting Fellow: Universities of Stockholm,<br>Gothenburg, Lund, and Uppsala                                                                              |
| 1983-1985:     | Associate Professor<br>School of Law<br>University of Maryland                                                                                            |
| 1983:          | Adviser to former U.S. Supreme Court<br>Justice Arthur J. Goldberg for the Federal<br>Advisory Committee Report on Tender<br>Offers                       |
| 1982-1983:     | Visiting Associate Professor<br>The National Law Center<br>George Washington University                                                                   |
| 1979-1982:     | Special Projects Counsel<br>(Confidential Legal Adviser<br>to the General Counsel)<br>Office of the General Counsel<br>Securities and Exchange Commission |
| 1978-1979:     | Attorney<br>Division of Enforcement<br>Securities and Exchange Commission                                                                                 |
| Spring 1979:   | Adjunct Professor<br>School of Law<br>Georgetown University                                                                                               |
| 1977-1978:     | Legislative Counsel<br>U.S. Senator Robert P. Griffin                                                                                                     |
| 1975-1976:     | Law Clerk<br>U.S. Court of Appeal Judge Stanley N.<br>Barnes (Ninth Circuit)                                                                              |

Spring 1974: Extern Law Clerk  
U.S. Court of Appeal Judge Anthony J.  
Celebrezze (Sixth Circuit)

Summer 1971-1973: Tennis Professional  
Ramblewood Swim & Tennis Club  
Northville, Michigan

## **SELECTED TEACHING EXPERIENCE**

1989-Present: Dedman School of Law  
Southern Methodist University (SMU)  
(Business Enterprises, Securities Regulation,  
Securities Litigation and Enforcement,  
Lawyering and Ethics for the Business  
Attorney, Corporate Counsel Externship  
Program)

January 2020: School of Law  
University of California, Los Angeles  
(Securities Litigation)

February 2020: School of Law  
University of Miami  
(Lawyering and Ethics for the Business  
Attorney)

March 2017: School of Law  
Bocconi University (Italy)  
(Financial Institutions and Markets Law)

March 2013: School of Law  
Bar Ilan University (Israel)  
(Securities Law)

October 2012: Centre for Commercial Law Studies  
University of London  
(Securities Law)

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|----------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| June 2010:     | School of Law<br>Bar Ilan University (Israel)<br>(Securities Law)                                                                                                                                           |
| June 2007:     | School of Law<br>University of Heidelberg<br>(Company and Securities Law)                                                                                                                                   |
| May-June 2005: | Göteborg University Department of Law<br>(Company and Securities Law)                                                                                                                                       |
| October 2004:  | School of Law<br>The University of Hong Kong<br>(Company and Securities Law)                                                                                                                                |
| 1994-2004:     | Centre for Commercial Law Studies<br>University of London<br>(International Securities Regulation,<br>Corporate Finance)                                                                                    |
| March 1998:    | School of Law<br>The University of Western Australia<br>(Corporate Finance and Securities<br>Regulation)                                                                                                    |
| June 1991:     | School of Law<br>The University of Konstanz (Germany)<br>(Transnational Securities Transactions:<br>The American Perspective)                                                                               |
| 1983-1989:     | School of Law<br>University of Maryland<br>(Business Associations, Securities<br>Regulation, Securities Regulation Seminar,<br>SEC Student Observer Program, National<br>Securities Moot Court Competition) |

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|----------------|-----------------------------------------------------------------------------------------------------------------------------------------------------|
| Spring 1988:   | The Wharton School<br>University of Pennsylvania<br>(Securities Regulation) (MBA Program)                                                           |
| November 1986: | School of Law<br>Universities of Stockholm, Gothenburg,<br>Lund, Uppsala, and Helsinki<br>(U.S., Swedish, and Finnish Stock Exchange<br>Regulation) |
| 1982-1983:     | The National Law Center<br>George Washington University<br>(Corporations, Securities Regulation,<br>Regulation of the Securities Markets)           |
| Spring 1979:   | Georgetown University Law Center<br>(Professional Responsibility)                                                                                   |

## **EDUCATION**

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|------------|--------------------------------------------------------------------------------------------|
| 1976-1977: | LL.M., Yale University (Graduate Fellow; Full Tuition<br>Scholarship)                      |
| 1972-1975: | J.D., University of California, Los Angeles (Board of Editors,<br>UCLA-Alaska Law Review)  |
| 1968-1972: | A.B., University of Michigan (Magna Cum Laude; Honors in<br>History with High Distinction) |

## **PROFESSIONAL AFFILIATIONS AND HONORS**

|         |                                                                                                                       |
|---------|-----------------------------------------------------------------------------------------------------------------------|
| Member: | The American Law Institute (1987-Present) (Life Member,<br>2011-Present)                                              |
|         | Executive Committee, American Association of Law Schools<br>(AALS), Section of Business Associations (2023 – Present) |
|         | Executive Committee, American Association of Law Schools<br>(AALS), Section of Securities Regulation (2022 – Present) |

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|                             | Working Group of the Enforcement Gallery, Securities and Exchange Commission Historical Society (2018-present)                                                                 |
|                             | Executive Committee, American Association of Law Schools (AALS), Section of Professional Responsibility (2014 – 2019)                                                          |
|                             | Financial Industry Regulatory Authority (FINRA), National Adjudicatory Council (NAC) (2012 – 2014)                                                                             |
|                             | Securities Law Committee, State Bar of Texas (2002-Present)                                                                                                                    |
| Board of<br>Int'l Scholars: | Banking and Finance Law Unit at the Centre for Commercial Law Studies, University of London (1994-2004)                                                                        |
| Fellow:                     | London Institute on International Banking, Finance and Development Law, Centre for Commercial Law Studies, University of London (1995-2004)                                    |
|                             | Maguire Teaching Fellow, Cary M. Maguire Center for Ethics and Public Responsibility, Southern Methodist University (2002-2003)                                                |
| President:                  | President, SMU Law School Institute of International Banking and Finance (1997-2000)                                                                                           |
| Editor:                     | Editor-in-Chief, The International Lawyer (2001-Present)                                                                                                                       |
|                             | Editor-in-Chief, The Securities Regulation Law Journal (1987-Present)                                                                                                          |
|                             | Editor, Southern Methodist University Dedman School of Law SSRN Legal Studies Research Paper Series (2007-2013)                                                                |
| Council Member:             | Member of the Council, Section of International Law, American Bar Association (2001-Present)                                                                                   |
| Scholarship:                | The Marc I. Steinberg Securities Law Scholarship at the SMU School of Law (Donated and Sponsored by The Securities Law Section of The Dallas Bar Association) (1999 - Present) |

Recipient: “Winner,” “Best Law Book of 2021” for Rethinking Securities Law (Oxford University Press 2021), The 2021 Annual “Best Books” Awards, Sponsored by American Book Fest

SMU Author’s Award for International Securities Law: A Contemporary and Comparative Analysis (Kluwer Law International 1999) (Presented by Dedman College, Godbey Lecture Series April 2000)

Advisory  
Boards:

Academic Advisory Board:

The University of Hong Kong Faculty of Law, Asian Institute of International Financial Law (1999-Present)

Panel of Academic Contributors—Black’s Law Dictionary (8<sup>th</sup> ed. 2004) (9<sup>th</sup> ed. 2009) (10<sup>th</sup> ed. 2014) (11<sup>th</sup> ed. 2019)

SMU Dedman School of Law, Rowling Center for Business Law, Faculty Advisory Board (2018-present)

SEC Historical Society Museum Committee (2010)

Corporate Compliance Center, South Texas College of Law (2004-2010)

Board of Contributing Editors and Advisers:

The International Lawyer

(1991-1996, 1999-Present)

The Journal of Corporation Law

(1981-Present)

Law and Business Review of

the Americas (1995-2018)

Studies in International Financial Economic  
and Technology Law, British Institute of  
International and Comparative Law (2006-  
2012)

South Texas College of Law Corporate  
Compliance Center (2004-2010)

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|                    | <p>Broker-Dealer Dispute Report<br/>(1999-2001)</p> <p>IOSCO Advisory Group on Emerging<br/>Markets (1997-2000)</p> <p>Kluwer Yearbook of International Financial and<br/>Economic Law (1997-2000)</p> <p>The Delaware Journal of Corporate Law<br/>(1981-1996)</p> <p>Business Information and Privacy Reporter (1987-<br/>1990)</p> <p>The Corporation Law Review (1981-1985)</p> <p>The Securities Regulation Law Journal (1981-<br/>1987)</p> <p>University of Maryland Journal of International<br/>Law and Trade (1984-1989)</p>             |
| Teaching Fellow:   | SMU Maguire Center for Ethics and Public<br>Responsibility (2002-2003)                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| External Examiner: | <p>The University of Hong Kong (in Comparative<br/>Securities Law) (1999-Present)</p> <p>The University of London (LL.M. Examinations)<br/>(1999-2004)</p>                                                                                                                                                                                                                                                                                                                                                                                         |
| Founding Director: | SMU Corporate Directors' Institute (2003-2018)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Adviser:           | <p>Members' Consultative Group, ALI Restatement of<br/>the Law Governing Lawyers (1991-2000)</p> <p>Members' Consultative Group, ALI Restatement<br/>of the Law Governing Agency (2001-2006)</p> <p>SMU Law Review Corporate Counsel Annual<br/>Symposium (1993-2018)</p> <p>Adviser, SMU Business Law Society (2001-<br/>Present)</p> <p>Adviser to the Mead Data Central/Lexis<br/>Federal Securities Law Library (1989-1995)</p> <p>Adviser, Bloomberg L.P. (2000-2002)</p> <p>Consultant, A Handbook of Business Law<br/>Terms (West 1999)</p> |

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| Executive Committee: | Section of International Law, American Bar Association (2001-Present)                                     |
| Mediator:            | Completed Basic Mediation Training Course                                                                 |
| Recipient:           | Outstanding Young Men of America (1979)                                                                   |
| Bar Memberships:     | Texas, Maryland, California (inactive), District of Columbia (inactive), United States Supreme Court Bars |

## **SELECTED ACADEMIC LECTURES AND PRESENTATIONS**

Lecture, Rethinking Securities Law – Effecting Necessary Law Reform for Capital Markets, UCLA School of Law, Lowell Milken Institute for Business Law & Policy (November 14, 2022)

Distinguished Colloquium Speaker, Rethinking Securities Law, Lewis & Clark College of Law (September 20, 2022)

Lecture, Rethinking Insider Trading, Journal of Corporation Law Distinguished Speaker Lecture, University of Iowa School of Law (September 12, 2022)

Lecture, Corporate Governance Seminar, Tel Aviv University School of Law (May 1, 2022)

Lecture, Legal Scholarship and Publication, Ph.D. Candidate Workshop, Hebrew University School of Law (April 27, 2022)

Lecture, Rethinking Securities Law, Dickson Poon School of Law, University of London, Business, Regulation, and Society Series (March 23, 2022) (via Zoom)

Presentation, Insider Trading — A Comparison Between New Zealand and the USA, University of Auckland Law School (March 10, 2020)

Speaker Series, Lecture, Insider Trading in the USA — Martha Stewart, Mark Cuban and Continual Ambiguity, Osgoode Hall Law School, York University, Toronto (September 25, 2019)

Presentation, The U.S. Federalization of Corporate Governance, Catholic University of Paris (September 11, 2019)

Presentation, Corporate Governance — A U.S. Perspective, Graduate School of Law and Politics, The University of Tokyo (July 12, 2019)

William Marshall Bullitt Memorial Lectureship, Louis D. Brandeis School of Law, University of Louisville (February 28, 2019)

Presentation, Moscow State University Criminal Law Faculty, Moscow (May 28, 2009)

Presentation, Federal Anti-Monopoly Service and Federal Service for the Regulation of Financial Markets of the Russian Federation, Moscow (May 27, 2009) (invited by U.S. State Department)

Presentation, Ministry of Internal Affairs, Economic Crimes Department of the Russian Federation, Moscow (May 26, 2009) (invited by U.S. State Department)

Foulston Siefkin Distinguished Lecturer, Washburn University School of Law (Feb. 23-24, 2006)

Presentation, University of Stockholm Centre for Commercial Law, Stockholm (May 30, 2005)

Associate Fellow, London Institute on International Banking, Finance and Development Law, Centre for Commercial Law Studies, University of London (1995-2004)

Winston S. Howard Distinguished Lecturer, University of Wyoming College of Law (April 11-12, 2003)

Presentation, Symposium on International Securities Law, The University of Pennsylvania Law School (Jan. 19, 2001)

Presentation, University of Peking 100<sup>th</sup> Anniversary Conference, Beijing (May 1-3, 1998)

Lecturer, International Development Law Institute, Rome (June 1994) (June 1996)

Distinguished Lecturer, Banking and Finance Law, Centre of Commercial Law Studies, University of London (June 1994)

Lecture, The David Hume Institute and the University of Edinburgh (June 1994)

Keynote Speaker, Australian Corporate Law Professors Conference, Brisbane (February 1-2, 1993)

German Marshall Fund Recipient, University of Konstanz School of Law (June 1991)

Faculty Seminars Presented at Law Schools of University of Sydney, University of Melbourne, Monash University, Murdoch University, Hong Kong Polytechnic University (March-May 1991)

The Swedish Institute, Lecture and Consult Regarding American and Swedish Securities Regulation (University of Stockholm, Gothenburg University, University of Lund, Uppsala University, University of Helsinki, Swedish Banking Lawyers Association, Swedish Stock Exchange, Swedish Stock Market Board (November 1986)

Presentation, The Lauder Institute, The Wharton School of the University of Pennsylvania (February 7, 1986)

Baron de Hirsch Meyer Endowed Lectures, American Law Institute (ALI) Draft Restatement on Corporate Governance, University of Miami School of Law (March 4, 1983)

## **SELECTED EXPERT WITNESS AND RELATED ENGAGEMENTS**

“Professor Marc Steinberg, whose résumé is attached in Appendix F [of this book], is an outstanding example of an expert qualified by his specialized knowledge of securities law and practice to offer admissible opinions in securities fraud cases. Professor Steinberg has been qualified to offer expert opinion testimony in numerous securities fraud cases on issues such as the role of attorneys in securities transactions, the industry standards for practices that are in compliance with securities regulations, the materiality of misstatements and omissions, and the illicit strategies employed to evade the

securities laws.” (Kaufman, Expert Witnesses: Securities Cases, § 6:2, at 197 (Thomson/West))

Abdula v. Canadian Solar, Inc., No. C-710-10 (Ontario Canada Superior Court)

Belo Holdings, Inc., et al., v. AHN Holdings, Inc., et al., No. DV98-07579 (Dallas County Texas)

BFA Liquidation Trust v. Arthur Andersen LLP, No. CV2000-015849 (Superior Court Maricopa County Arizona)

Canadian Imperial Bank of Commerce and Her Majesty the Queen, No. 2010-2864 (IT) G (Tax Court of Canada)

In re Elk Corporation (Wetzel v. Karol), No. CC-06-18652-B (Dallas County Texas)

In re Enron Corporation Securities Litigation, Civ. No. H-01-3624 (S.D. Texas)

Facciola v. Greenberg Traurig LLP, et al. (“Radical Bunny”), No. 2:10-cv-01025 (D. Arizona)

Great Rivers Cooperative of Southeastern Iowa v. Farmland Industries, Inc., Civil Action No. 4-95-CV-70529 (S.D. Iowa)

In re National Prescription Opiate Litigation, No. 1:17-MD-2804 (N.D. Ohio)

Optek L.P. et al. v. Lucent Technologies, Inc., et al., No. 1-01-226 (Rockwall County Texas)

The People of the State of New York v. Mark Belnick (Tyco), Indictment # 143-03 (N.Y. Cty. Sup. Ct. 2004)

In the Matter of Piper Capital Management, Admin. Proc. File No. 3-9657 (SEC Minneapolis, Minnesota)

Securities and Exchange Commission v. Mark Cuban, No. 08-cv-2050 (N.D. Texas)

Stenovich et al. v. Eccles et al., No. 000907870 (Salt Lake County, Utah)

United States v. Martha Stewart, (51 03 Cr. 717) (S.D.N.Y.)

In the Matter of Theodore W. Urban, Admin. Proc. File No. 3-13655 (SEC Washington D.C.)

In re White Nile Software, Inc., Civil Cause No. 06-03319-A (Dallas County Texas) (Appointment as Temporary Receiver)

## **PUBLICATIONS**

### **BOOKS**

1. Rethinking Securities Law (Oxford University Press) (2021) (339 pages) Ranked #1 of all Securities Law Books on Amazon—May 2021 (Selected as The “Winner” “Best Law Book of 2021”, The 2021 Annual “Best Books” Awards, Sponsored by American Book Fest) (Selected as “Exemplary Legal Writing 2021” in Green Bag Almanac & Reader 2022)
2. The Federalization of Corporate Governance (Oxford University Press) (2018) (328 pages)
3. Insider Trading (Oxford University Press) (3d edition 2010) (coauthored) (1,147 pages)
4. Corporate Internal Affairs — A Corporate and Securities Law Perspective (Quorum Press) (1983) (294 pages) (Foreword by Former SEC Chairman Harold M. Williams)
5. Tender Offers — Developments and Commentaries (Quorum Press) (1985) (editor) (384 pages)
6. Securities Regulation: Liabilities and Remedies (Law Journal Press) (2022) (first published 1984) (including updates 1-64) (two volumes, app. 1,300 pages)
7. Securities Practice: Federal and State Enforcement (West, Clark Boardman Callaghan) (1985) (including annual Supplements 1987-2001) (lead coauthor) (two volumes, app. 1,200 pages)

8. Securities Practice: Federal and State Enforcement (West) (2d edition 2001) (including annual Supplements 2002-2023) (lead coauthor) (two volumes, app. 2,000 pages)
9. Contemporary Issues in Securities Regulation (Butterworth Legal Publishers) (1988) (editor) (508 pages)
10. Textbook on Business Enterprises: Legal Structures, Governance and Policy (Lexis/Nexis) (coauthored) (2009) (731 pages) and Professor's Manual
11. Textbook on Business Enterprises: Legal Structures, Governance and Policy (Lexis/Nexis) (coauthored) (2d edition 2012) (940 pages) and Professor's Manual
12. Textbook on Business Enterprises: Legal Structures, Governance and Policy (Carolina Academic Press) (coauthored) (3d edition 2016) (974 pages) and Professor's Manual
13. Textbook on Business Enterprises: Legal Structures, Governance and Policy (Carolina Academic Press) (coauthored) (4th edition 2020) (1,018 pages) and Professor's Manual
14. Textbook on Securities Regulation (Matthew Bender & Co.) (1986) (1,032 pages) (including 1988, 1989, 1990, 1991, 1992 Supplements) and Professor's Manual
15. Textbook on Securities Regulation (Matthew Bender & Co.) (2d edition 1993) (1,486 pages) (including 1994, 1995, 1996, 1997 Supplements) and Professor's Manual
16. Textbook on Securities Regulation (Matthew Bender & Co.) (3d edition 1998) (1,231 pages) (including 1999, 2000, 2001, 2002 Supplements) and Professor's Manual
17. Textbook on Securities Regulation (Lexis/Nexis) (4<sup>th</sup> edition 2004) (1,297 pages) (including 2005, 2006, 2007 Supplements) and Professor's Manual

18. Textbook on Securities Regulation (Lexis/Nexis) (5<sup>th</sup> edition 2008) (1,010 pages) and Professor's Manual
19. Textbook on Securities Regulation (Lexis/Nexis) (revised 5<sup>th</sup> edition 2009) (1,010 pages) (including 2010, 2011, 2012 Supplements)
20. Textbook on Securities Regulation (Lexis/Nexis) (6<sup>th</sup> edition 2013) (1,164 pages) and Professor's Manual (including 2014, 2015, 2016 Supplements)
21. Textbook on Securities Regulation (Carolina Academic Press) (7<sup>th</sup> edition 2017) (1,292 pages) and Professor's Manual (including 2018, 2019, 2020, 2021 Supplements)
22. Textbook on Securities Regulation (Carolina Academic Press) (8<sup>th</sup> edition 2022) (1,053 pages) and Professor's Manual
23. Textbook on Securities Litigation: Law, Policy, and Practice (Carolina Academic Press) (coauthored) (2016) (955 pages) and Professor's Manual (including 2018, 2019, 2020 Supplements)
24. Textbook on Securities Litigation: Law, Policy, and Practice (Carolina Academic Press) (coauthored) (2<sup>nd</sup> edition 2021) (990 pages) and Professor's Manual
25. Reference Text on Understanding Securities Law (Matthew Bender & Co.) (1989) (289 pages)
26. Reference Text on Understanding Securities Law (Matthew Bender & Co.) (2d edition 1996) (416 pages)
27. Reference Text on Understanding Securities Law (LEXIS Publishing) (3<sup>rd</sup> edition 2001) (431 pages)
28. Reference Text on Understanding Securities Law (LEXIS Publishing) (4<sup>th</sup> edition 2007) (481 pages)
29. Reference Text on Understanding Securities Law (Lexis/Nexis) (5<sup>th</sup> edition 2009) (502 pages)

30. Reference Text on Understanding Securities Law (Lexis/Nexis) (6<sup>th</sup> edition 2014) (520 pages)
31. Reference Text on Understanding Securities Law (Carolina Academic Press) (7<sup>th</sup> ed. 2018) (552 pages) (Ranked #1 of all Business Law Books on Amazon—March 2021)
32. Reference Text on Understanding Securities Law (Carolina Academic Press) (8<sup>th</sup> ed. 2023) (forthcoming)
33. Insider Trading (Little Brown & Co.) (coauthored) (1996) (1,237 pages) (including 1998, 1999, 2000, 2001, 2002 Supplements)
34. Insider Trading (Practising Law Institute) (coauthored) (2d edition 2005) (two volumes) (1,940 pages) (including 2006, 2008 Supplements)
35. Corporate and Securities Malpractice (Practising Law Institute) (1992) (470 pages)
36. Lawyering and Ethics for the Business Attorney (Thomson/West) (2002) (175 pages) and Professor's Manual
37. Lawyering and Ethics for the Business Attorney (Thomson/West) (2d edition 2007) (205 pages) and Professor's Manual
38. Lawyering and Ethics for the Business Attorney (Thomson/West) (3d edition 2011) (210 pages) and Professor's Manual
39. Lawyering and Ethics for the Business Attorney (West Academic Press) (4<sup>th</sup> edition 2016) (240 pages) and Professor's Manual
40. Lawyering and Ethics for the Business Attorney (West Academic Press) (5<sup>th</sup> edition 2020) (253 pages) and Professor's Manual
41. Attorney Liability After Sarbanes-Oxley (Law Journal Press) (2018) (first published 2005) (including annual Upkeeps 1-13) (app. 550 pages)
42. International Securities Law: A Contemporary and Comparative Analysis (Kluwer Law International) (1999) (340 pages)

43. Developments in Business Law and Policy (Cognella) (2012) (469 pages)
44. Global Issues in Securities Law (West) (coauthored) (2013) (191 pages)
45. Inside Counsel — Practices, Strategies and Insights (West Academic Press) (coauthored) (2015) (328 pages)
46. Inside Counsel — Practices, Strategies and Insights (West Academic Press) (coauthored) (2d edition 2020) (356 pages)
47. Securities and Exchange Commission v. Cuban — A Trial of Insider Trading (Twelve Tables Press) (2019) (334 pages)
48. Corporate Director and Officer Liability: The Myth of Fiduciary Duty (Oxford University Press) (Under Contract — Work in Progress)

#### **LAW REVIEW ARTICLES AND BOOK CHAPTERS ON CORPORATE/SECURITIES/BUSINESS LAW**

1. Waiver of Venue Under the National Bank Act: Preferential Treatment for National Banks, 62 Iowa Law Review 129 (1976)
2. The 1974 Amendments to the Freedom of Information Act: The Safety Valve Provision Excusing Agency Compliance with Statutory Time Periods, 52 Notre Dame Lawyer 235 (1976)
3. Attorney Fee Schedules and Legal Advertising: The Implications of Goldfarb, 24 U.C.L.A. Law Review 475 (1977) (coauthored)
4. Citizens & Southern National Bank v. Bougas — Achieving Justice Under the Venue Provision of the National Bank Act, 12 Georgia Law Review 161 (1978)
5. The Legitimacy of Defensive Tactics in Tender Offers, 64 Cornell Law Review 901 (1979) [republished in 12 Securities Law Review 595 (1981)] (coauthored)
6. Section 17(a) of the Securities Act of 1933 After Naftalin and Redington, 68 Georgetown Law Journal 163 (1979)

7. Section 29(b) of the Securities Exchange Act of 1934 — A Viable Remedy Awakened, 48 George Washington Law Review 1 (1979) [republished in 13 Securities Law Review 153 (1981)] (coauthored)
8. Implied Private Rights of Action Under Federal Law, 55 Notre Dame Lawyer 33 (1979) [republished in 12 Securities Law Review 433 (1980)]
9. SEC and Other Permanent Injunctions — Standards for Their Imposition, Modification, and Dissolution, 66 Cornell Law Review 27 (1980) [republished in 13 Securities Law Review 263 (1981)]
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4. Proxy Litigation and Contests — An Overview of Applicable Statutes, Rules and Selected Legal Issues, Conference on Proxy Litigation and Contests (New York Law Journal Seminars-Press 1981) (coauthored)
  5. Disclosure Trends Under the Securities Acts, National Institute on Securities Regulation, University of Colorado School of Law (1982)
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24. Insider Trading and Government Enforcement, Perth Australia (1998)
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32. Insider Trading Regulation — A Comparative Perspective, ABA Annual Meeting, Section of Business Law, San Francisco (2003)
33. Contributing Author, Employee Benefits Law, ABA Section of Labor and Employment Law (2d ed. 2004 Supp.)
34. The Corporate/Securities Attorney as a “Moving” Target: Ethical and Liability Dilemmas, University of Texas Conference on Securities Regulation and Business Law Problems (2006)
35. Internal Investigations from Counsel's Perspective, Second Annual National Institute on Securities Fraud, American Bar Association, Section of Business Law, Washington (2007)
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39. Insider Trading and Timely Disclosure under the U.S. Securities Laws — Fifty Years After the Seminal Case of Texas Gulf Sulphur, University of New South Wales, Sydney (2018)

40. The Unacceptable State of Insider Trading Law in the United States, Securities Regulation Section, Oregon State Bar, Portland (2022)

## **POSTS**

1. How the SEC Neglects to Enforce Control Person Liability, CLS Blue Sky Blog, Columbia University Law School's Blog on Corporations and the Capital Markets (August 22, 2017) (coauthored)
2. Corporate Governance From a Federal Law Perspective, Oxford University Press (OUP) Blog (March 26, 2018)
3. The Federalization of Corporate Governance, Harvard Law School Forum on Corporate Governance and Financial Regulation (June 21, 2018)
4. The SEC v. Mark Cuban, Harvard Law School Forum on Corporate Governance and Financial Regulation (April 11, 2019)
5. Rethinking Securities Law, Harvard Law School Forum on Corporate Governance and Financial Regulation (August 2, 2021)
6. Opinion: Taking a New Look at U.S. Securities Law, The Corporate Secretary (September 8, 2021)
7. Op-Ed, The SEC's ESG Disclosure Focus—Slighting the Real Concerns, Reuters Legal News (September 29, 2021)
8. To Call a Donkey a Racehorse: The Fiduciary Duty Misnomer in Corporate and Securities Law, CLS Blue Sky Blog, Columbia University Law School's Blog on Corporations and the Capital Markets (April 7, 2022)

## **PRESENTATIONS FOR SELECTED EDUCATIONAL AND PROFESSIONAL PROGRAMS AND SEMINARS**

Interviewed, NBC National Evening News with Lester Holt, Facebook, Whistleblower Frances Haugen, and SEC Consequences (October 25, 2021)

Lecture, Rethinking Securities Law – Effecting Necessary Law Reform for Capital Markets, UCLA School of Law, Lowell Milken Institute for Business Law & Policy (November 14, 2022)

Presentation, The Unacceptable State of Insider Trading Law in the United States, Securities Regulation Section, Oregon State Bar (Portland September 19, 2022)

Lecture, Rethinking Insider Trading, Journal of Corporation Law Distinguished Speaker Lecture, University of Iowa School of Law (September 12, 2022)

Presentation, National Business Law Scholars Conference, Plenary Panel, The JOBS Act at 10: The Transformation of Capital Raising and the Reach of Public Company Registration (Norman Oklahoma June 17, 2022)

Presentation, Ontario Securities Commission Lecture, Securities Law Academy (May 26, 2022) (via Zoom)

Lecture, Rethinking Securities Law, King's College Business, Regulation, and Society Series, University of London, Dickson Poon School of Law (March 23, 2022) (via Zoom)

Podcast (In Securities), Rethinking Securities Law, Practising Law Institute (September 9, 2021)

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Presentation, Insider Trading — A Comparison Between New Zealand and the USA, University of Auckland Law School (Auckland March 10, 2020)

Presentation, Securities and Exchange Commission v. Cuban — A Trial of Insider Trading, Fisher Island Book Club (Miami February 11, 2020)

Presentation, Training Session, U.S. SEC Government Enforcement from a Critical Perspective, Hong Kong Securities and Futures Commission (Hong Kong November 19, 2019)

Speaker, Investors and the Rule of Law, Annual Institute for Investor Protection Conference, Loyola University Chicago School of Law (Chicago October 25, 2019)

Speaker Series Lecture, Insider Trading in the USA — Martha Stewart, Mark Cuban and Continual Ambiguity, Osgoode Hall Law School, York University (Toronto September 25, 2019)

Presentation, Insider Trading — A View from the United States, Gide Loyrette Nouel (Paris September 10, 2019)

Lecture, Corporate Governance — A U.S. Perspective, Graduate School of Law and Politics, The University of Tokyo (Tokyo July 12, 2019)

Speaker, Ethics & Compliance Certification Program, SMU Edwin L. Cox School of Business (Dallas February 27, 2019)

Speaker, Workshop in Business Law and Economics, Corporate Governance, University of Texas School of Law (Austin October 15, 2018)

Speaker, Luncheon Presentation, The Federalization of Corporate Governance, UCLA School of Law (Los Angeles October 4, 2018)

Speaker, Lehman 10 Years Later: Lessons Learned?, Loyola University Chicago School of Law Annual Institute for Investor Protection (Chicago September 14, 2018)

Lecture, Insider Trading — A View from the U.S., University of New South Wales Faculty of Law (Sydney March 13, 2018)

Lecture, Insider Trading in Australia and the United States, Corporate Governance Discussion Group of the Australian Club (Sydney March 12, 2018)

Lecture, U.S. Insider Trading Law — A Study in Arbitrary and Uncertain Application, University of Bocconi, Department of Legal Studies (Milan Italy March 15, 2017)

Planning Committee, Innovation in Financial Law and Systems — A Conference in Honour of Professor Joseph J. Norton (London May 6, 2016, and Dallas May 5, 2017)

Lecture, Expanding Liability of Corporate Counsel in the U.S., University of Cambridge Centre for Corporate and Commercial Law (Cambridge England November 24, 2016)

Speaker, The New Normal of Financial Fraud: The Role of Lawyers, Regulation and Litigation, Annual Institute for Investor Protection Conference, Loyola University Chicago School of Law (Chicago October 7, 2016)

Panelist, Litigation and Enforcement in the C-Suite, University of Texas Annual Conference on Securities and Business Law (Dallas Feb. 11-12, 2016)

Planning Committee, University of Texas Annual Conference on Securities Regulation (1997-2015)

Speaker, Teaching Law School, Association of Corporate Counsel Annual Meeting (Boston October 19, 2015)

Speaker, Corporate Hot Issues, Advanced In-House Counsel Conference, Texas State Bar (San Antonio August 13-14, 2015)

Panelist, The Legal Landscape After *Ritchie v. Rupe*, University of Texas Annual Conference on Securities Regulation and Business Law (Dallas Feb. 12, 2015)

Panelist, The New Landscape of Securities Fraud Class Actions, Annual Institute for Investor Protection Conference, Loyola University Chicago School of Law (Chicago October 24, 2014)

Luncheon Speaker, Ethics and Professionalism for the M&A Lawyer, University of Texas Mergers and Acquisitions Conference (Dallas October 16, 2014)

Panelist, Close Corporation Developments, University of Texas Annual Conference on Securities Regulation and Business Law (Dallas Feb. 13-14, 2014)

Speaker, Effective and Ethical Pre-Filing Strategies for Investigating and Pleading Securities Fraud Claims, Annual Institute for Investor Protection Conference, Loyola University Chicago School of Law (Chicago October 25, 2013)

Speaker, Transnational Securities and Regulatory Litigation in the Aftermath of Morrison v. National Australia Bank, Max-Planck Institute Luxembourg for International, European and Regulatory Procedural Law, McGeorge School of Law, University of the Pacific (Sacramento March 1, 2013)

Speaker, Competition and Financial Regulation — Contemporary and Comparative Issues, Session on Takeover Regulations, National Law School of India University (Bangalore India May 1, 2012) (by skype)

Panelist, U.S. Supreme Court Decisions Involving Securities Law — The Landscape Reshaped, University of Texas Annual Conference on Securities Regulation and Business Law (Dallas Feb. 9-10, 2012)

Speaker, Corporate Governance — A Master Class 2011, Practising Law Institute (New York City Feb. 16, 2011)

Panelist, Federal and State Securities Litigation Developments, University of Texas Annual Conference on Securities Regulation and Business Law (Dallas Feb. 10-11, 2011)

Panelist, The Role of State Regulators in the New Financial Services Regulatory Landscape (North American Securities Administrators Association) (Denver September 13, 2009)

Participant, Roundtable on “Corporate Raiding, Insider Trading and the World Financial Crisis” (Moscow State University May 28, 2009)

Participant, Roundtable with Russian Federation Anti-Monopoly Service on “Preventing Anti-Competition Practices and Securities Violations” (Moscow May 27, 2009) (invited by U.S. State Department)

Participant, Roundtable with Russian Federation Ministry of Internal Affairs, Economic Crimes Department on “Corporate Raiding and Securities Fraud” (Moscow May 26, 2009) (invited by U.S. State Department)

Speaker, Legal and Ethical Concerns for the Corporate/Securities Attorney,  
University of Texas Annual Conference on Securities Regulation and Business  
Law (Dallas Feb. 12-13, 2009)

Speaker, Raising Money in Today's Capital Markets, Society of International  
Business Fellows (Dallas May 5, 2008)

Speaker, Gambling with Selective Waiver of the Attorney-Client and Work  
Product Doctrine Privileges, American Bar Association, Section of Business  
Law (Spring Meeting) (Dallas April 11, 2008)

Planning Committee, American Bar Association, Business Law Section, 2008  
Spring Meeting (Dallas April 10-13, 2008)

Moderator, University of Texas Annual Conference on Securities Regulation and  
Business Law (Dallas Feb. 7-8, 2008)

Speaker, The Second Annual National Institute on Securities Fraud, American Bar  
Association, Section of Business Law (Washington Oct. 26, 2007)

Speaker, Ethics and Business Litigation, State Bar of Texas Annual Meeting,  
Antitrust and Business Litigation Section (San Antonio June 21, 2007)

Speaker, How Boards of Directors Can Oversee Strategic Decisions & Get  
Investigations Right, Directors' Roundtable (Dallas Feb. 6, 2007)

Speaker, Texas State Securities Board Training Program (Austin Dec. 13, 2006)

Speaker, Inside Counsel — Ethical and Liability Concerns, Texas General Counsel  
Forum (Dallas May, 3, 2006)

Training Seminar, Securities and Futures Commission (SFC), Hong Kong (Oct. 8,  
2004)

Public Lecture, Recent Developments in U.S. and European Securities Regulation,  
University of Hong Kong (Oct. 5, 2004)

Speaker, Responding to Corporate Wrongdoing: The Ethical and Legal  
Responsibilities of Attorneys and Audit Committees (Corporate Compliance  
Center, South Texas College of Law (Houston Nov. 12, 2004))

Speaker, University of Texas Annual Conference on Securities Regulation and Business Law Problems (Dallas Feb. 19-20, 2004)

Chair, FindLaw Corporate Counsel Program on Securities Update & Litigation Defense (Las Colinas Texas Nov. 21, 2003)

Speaker, Criminal Securities Enforcement in the New Era, American Bar Association Annual Meeting, Section of Business Law (San Francisco August 8, 2003)

Speaker, In the Aftermath of Enron and Andersen: Lessons to be Learned (Pulaski County Bar Association) (Little Rock May 22, 2003)

Speaker, Program on Nuts and Bolts of Securities Law (Vanderbilt University School of Law and The Practising Law Institute) (Nashville May 15-16, 2003)

Speaker, Evolving Role of Corporate Counsel in the New Business Environment (The Texas Center for Legal Ethics and Professionalism) (Plano Texas Jan. 16, 2003)

Speaker, Current Developments in Monetary and Financial Law (International Monetary Fund Institute) (Washington D.C. May 16, 2002)

Speaker, Program on Nuts and Bolts of Securities Law (Vanderbilt University School of Law and the Practising Law Institute) (Nashville May 16-17, 2002)

Chair and Speaker, Ethical and Legal Challenges Facing Securities Lawyers (Association of the Bar of the City of New York) (New York City May 8, 2002)

Speaker, University of Texas Annual Conference on Securities Regulation and Business Law Problems (Galveston Feb. 21-22, 2002)

Speaker, Conference on Terrorism's Burden on Globalization (ABA Section of International Law and Practice) (Dallas Feb. 7, 2002)

Speaker, American Bar Association Annual Meeting, Section of Business Law (Chicago August 4, 2001)

Speaker, Symposium on International Monetary and Financial Law in the New Millennium (British Institute of International and Corporate Law) (London June 1-2, 2001)

Speaker, Program on Nuts and Bolts of Securities Law (Vanderbilt University School of Law and The Practising Law Institute) (Nashville May 17-18, 2001)

Chair and Speaker, Ethical and Legal Challenges Facing Securities Lawyers (Association of the Bar of the City of New York) (New York City April 16, 2001)

Speaker, Topical Comparative Securities Law Issues in the Americas, Multilaw Multinational Association of Independent Law Firms, 2001 Americas Regional Conference (Dallas Feb. 9, 2001)

Speaker, Program on Nuts and Bolts of Securities Law (Vanderbilt University School of Law and The Practising Law Institute) (Nashville May 18-19, 2000)

Speaker, University of Texas Annual Conference on Securities Regulation and Business Law Problems (Dallas Feb. 17-18, 2000)

Speaker, Thirty-First Annual Institute on Securities Regulation (Practising Law Institute) (New York City Nov. 4-6, 1999)

Speaker, University of Texas Annual Conference on Securities Regulation and Business Law Problems (Dallas Feb. 18-19, 1999)

Speaker, American Bar Association Annual Meeting, Section of Business Law (Toronto August 3, 1998)

Presentation, 100<sup>th</sup> Anniversary of the University of Peking (Beijing May 3, 1998)

Speaker, Seminar on Insider Trading and Government Enforcement Sponsored by The University of Western Australia (Perth March 5, 1998)

Symposium on Securities Arbitration: A Decade After McMahon, Brooklyn Law School (October 25, 1996)

Address Before the Buenos Aires Lawyers Association and the Bank of Boston (Buenos Aires March 20, 1996)

Address Before the Buenos Aires Stock Exchange (Buenos Aires March 18, 1996)

Address Before the Argentine Securities and Exchange Commission (Buenos Aires March 15, 1996)

Speaker, Dallas Bar Association, The Private Securities Litigation Reform Act of 1995 (Dallas Feb. 26, 1996)

Speaker, Conference on Emerging Financial Markets and International Financial Institutions, Sponsored by the European Bank for Reconstruction and Development (London May 25-26, 1995)

Speaker, Seminar on International Economic Law, Sponsored by the International Law Association of South Africa (Johannesburg March 14, 1995)

Faculty, International Lawyering in the Americas, Sponsored by SMU School of Law (Dallas Jan. 26-27, 1995)

Speaker, Twenty-Sixth Annual Institute on Securities Regulation (Practising Law Institute) (New York City Nov. 3-5, 1994)

Speaker, Securities Arbitration: Training the Litigant, Sponsored by The American Arbitration Association (Dallas April 22, 1994)

Speaker, University of Texas Annual Conference on Securities Regulation and Business Law Problems (Dallas March 10-11, 1994)

Speaker, Twenty-Fifth Annual Institute on Securities Regulation (Practising Law Institute) (New York City Nov. 4-6, 1993)

Symposium on Contemporary Issues in Securities Regulation and Corporate Law Sponsored by University of Cincinnati College of Law (Cincinnati March 12, 1993)

Keynote Speaker for the Fifth Annual Midwest Securities Law Institute (Detroit Dec. 10, 1992)

Symposium on Current Issues in Securities Regulation Sponsored by Pepperdine University School of Law (Malibu Feb. 22, 1992)

Speech Before the Board of Directors Conference, Texas Legal Services Center  
(Fort Worth Sept. 14, 1991)

Address Before the German-American Lawyers' Association (Munich June 6,  
1991)

Address Before the Securities Commission and Securities Market Institute of  
Taiwan (Taipei May 24, 1991)

Address Before the Business Law Section of the Law Council of Australia (Perth  
May 9, 1991)

Address Before the International Law Section of the Law Council of Australia  
(Melbourne April 24, 1991)

Address Before the Law Institute of Victoria (Melbourne April 23, 1991)

Address Before the Australian Trade Practices Commission (Canberra April 17,  
1991)

Presentation Before the Securities Commission and Law Council of New Zealand  
(Wellington Feb. 27, 1991)

Presentation of Seminar before University of Hawaii Law Alumni (Honolulu Feb.  
9, 1991)

Participant for the 23rd Annual Securities Regulation Conference of the Los  
Angeles County Bar (Oct. 24, 1990)

Course on Securities Regulation, The Southwestern Legal Foundation (Dallas Dec.  
12-13, 1989)

Lecturer for FDIC Training Conference (San Antonio Oct. 26, 1989)

Course on Securities Regulation, The Southwestern Legal Foundation (Dallas Dec.  
6-7, 1988)

Speaker, the Aresty Institute of Executive Education, The Wharton School of the  
University of Pennsylvania (April 28, 1988)

Symposium on Tender Offer Regulation, Wake Forest University School of Law  
(April 1, 1988)

Addresses Before the Swedish and Finnish Banking Lawyers Associations  
(Stockholm, Nov. 12, 1986 and Helsinki, Nov. 20, 1986)

Speaker, Shareholder Meetings: Dealing with Management and Shareholder  
Proposals (PLI & American Society of Corporate Secretaries) (New York City  
Sept. 20-21, 1984)

Speaker, National Institute on Securities Regulation (Boulder, Colorado May  
30-31, June 1, 1984)

Speaker, National Institute on Securities Regulation (Boulder, Colorado June 1-3,  
1983)

Speaker, National Institute on Securities Regulation (Boulder, Colorado June 1-4,  
1982)

Speaker, Securities Regulation and the Capital Raising Process for the Small Issuer  
(FBA Midyear Meeting) (Dallas March 25-26, 1982) (Conference  
Co-Chairman)

Speaker, Fraud and Fiduciary Duty Under the Federal Securities Laws (ALI-ABA)  
(Washington April 30, 1981)

Speaker, North American Securities Administrators Association (NASAA) —  
Panel on Securities Law Developments (Washington April 27, 1981) [Reviewed  
in Securities Regulation & Law Report (BNA) No. 604, F-4 (May 20, 1981)]

Speaker, Proxy Contests and Battles for Corporate Control (PLI) (Los Angeles  
Feb. 23-24, 1981)

Speaker, National Institute of Municipal Law Officers (NIMLO) — Panel on  
Municipal Finance and Municipal Securities Disclosure Requirements (New  
York City Nov. 17, 1980) [Reviewed in 22 Municipal Attorney 4 (Jan. 1981)]

Speaker, The Investor, the Corporation and the Commission — New  
Developments and Tactics in Stockholder Litigation (PLI) (San Francisco April  
17-18, 1980)

Speaker/Commentator, American Association of Law Schools (AALS) Programs

Panelist for Other Professional Programs in Baltimore, Charlotte, Cincinnati, Cleveland, Dallas, Dayton, Detroit, Houston, Minneapolis, New Orleans, Oklahoma City, and Washington, D.C.

Luncheon Speaker for Bar Association Meetings in Cleveland, Dallas and Richmond, for Institute of Internal Auditors in Washington, D.C.

Lecturer for Rule of Law Conferences

Lecturer for American Arbitration Association Programs

Lecturer for Law Firm and Corporate Counsel In-House CLE Programs

Lecturer for SEC and Texas State Securities Board Training Programs and Seminars

Commentator for Television, Radio, Newspaper, and Other Mass Media Services

## **REVIEWS OF SCHOLARSHIP**

- The Honorable Stanley Sporkin (Former U.S. District Court Judge, SEC Enforcement Director, General Counsel of the CIA) —“Professor Steinberg’s book [*The Federalization of Corporate Governance*] is an extremely important development of our securities laws. I put this on par with Professor Loss’s *Treatise on the Securities Laws*. It demonstrates the emergence of Professor Steinberg as the leading scholar in the field....”
- Edward D. Herlihy (Partner and Co-Chairman of the Executive Committee, Wachtell, Lipton, Rosen & Katz)—“Professor Marc Steinberg is the preeminent securities law authority of our generation....”
- Arthur J. Goldberg (former Justice, U.S. Supreme Court)—“I wish to thank you for your invaluable assistance in the preparation of my separate statement in connection with the Federal Advisory Committee Report on Tender Offers.”

- Harvey L. Pitt (Former Chairman, Securities and Exchange Commission)—  
“For anyone who cares about strengthening capitalism, improving the efficiency of our capital markets, and protecting investors, Professor Marc Steinberg’s creative and thought-provoking book *Rethinking Securities Law* is a must read.”
  
- Harold M. Williams (former Chairman, Securities and Exchange Commission)—In the Foreword to *Corporate Internal Affairs—A Corporate and Securities Law Perspective*, stating: “Although I by no means agree with all of the positions taken, Professor Steinberg’s insightful analysis merits the attention of the corporate community and the bar. In short, this is a worthwhile book and I highly recommend it.”
  
- E. Norman Veasey (former Chief Justice, Delaware Supreme Court)—*The Federalization of Corporate Governance* “is a very valuable contribution to the literature as a meticulously-researched and thoughtfully-organized scholarly work.”
  
- Ralph C. Ferrara (former SEC General Counsel and Partner, Proskauer Rose) —“In *Rethinking Securities Law*, Professor Marc Steinberg ... has formulated an ecosystem of fairness and excellence to sustain access and exchange in our capital markets.”
  
- Roberta S. Karmel (Centennial Professor of Law (Emeritus), Brooklyn Law School, former SEC Commissioner) — “Professor Steinberg’s book [*The Federalization of Corporate Governance*] is a thorough and valuable historical survey of federal government initiatives with regard to corporate governance....”
  
- Dennis Stubblefield (former SEC Enforcement Attorney)—“Marc Steinberg, the nation’s preeminent authority in securities law, has recently added to his already voluminous scholarship with his Oxford University Press publication of *Rethinking Securities Law*, thus making another significant contribution to our understanding of this important area of law.”

- Samuel Wolff (Global Securities Law Expert and Author of Several Treatises) — “Professor Marc Steinberg’s new book *Rethinking Securities Law*, published by Oxford University Press, is a major contribution to the literature on United States securities regulation. It is safe to say that in terms of a comprehensive, policy-oriented analysis of the entire field of U.S. securities laws, there is no book quite like it. Steinberg’s book was recently recognized as the best law book of 2021 by American Book Fest.”
  
- A. A. Sommer, Jr. (former Commissioner, Securities and Exchange Commission) — *Securities Regulation: Liabilities and Remedies* “is overall an outstanding piece of work by an unusually gifted author.”
  
- William R. McLucas (Partner, Wilmer Hale and former Director of Enforcement, Securities and Exchange Commission) — *Attorney Liability After Sarbanes-Oxley* “is an essential resource for all lawyers [and] provides both clarity and guidance for navigating the complicated ethical climate of today’s world.”
  
- The Honorable Gerald E. Rosen (U.S. federal district judge, retired) — “Professor Marc Steinberg is one of our nation’s preeminent authorities in the field of securities law with a lifetime of important contributions to this important area of the law....”
  
- The Honorable Jed S. Rakoff (U.S. federal district court judge) — In his book review on *Rethinking Securities Law* published in the *New York Review of Books* (June 23, 2022): “The law professor Marc Steinberg lays out a series of reasonable proposals for reforming securities law....”
  
- Joel Seligman (Dean Emeritus, Washington University School of Law)— *Rethinking Securities Law* “makes an outstanding and insightful contribution to actions that should be undertaken to remedy the deficiencies that currently exist.”
  
- Richard H. Buxbaum (Jackson H. Ralston Professor of International Law (Emeritus), University of California, Berkeley School of Law)—“Only someone with Professor Steinberg’s qualifications could tackle the immense task [of authoring *Rethinking Securities Law*].”

— Stephen M. Bainbridge (William D. Warren Distinguished Professor of Law, UCLA) — “*Rethinking Securities Law* by preeminent securities law scholar Marc I. Steinberg should be a strong candidate for law book of 2021....”

### **SELECTED MARYLAND LAW SCHOOL ACTIVITIES (1983-1989)**

Coordinator, SEC Student Observer Program, 1983-1989  
Faculty Adviser, Maryland Journal of International Law and Trade, 1984-1989  
Faculty Adviser, Maryland Team for the National Securities Moot Court Competition, 1985-1989  
Faculty Adviser, Maryland Business Law Society, 1988-1989  
Procured Articles on Behalf of The Maryland Law Review [e.g., Justice Arthur J. Goldberg's article in 43 Maryland Law Review 225 (1984)]  
Coordinator, Maryland Law School Program on "Regulation of Tender Offers" (September 22, 1983)  
Coordinator, Maryland Law School Program on "Corporate/Securities Law Developments" (November 1, 1984)  
Secretary, Order of the Coif (Maryland Chapter), 1984-1988  
University of Maryland Representative, Proxy Voting Committee, 1985-1986  
Law School Representative, Middle States' Self Study Task Force on Research, 1985  
Member, Appointments Committee, 1989  
Member, Curriculum Committee, 1987-1988  
Chairman, Research Committee, 1985-1986  
Member, Teaching and Student Evaluation Committee, 1984-1985  
Member, Tenure and Promotions Committee, 1985-1989  
Resident Agent, Maryland Softball Team, 1984 Season  
Member, Research Committee, 1983-1984  
Faculty Secretary, 1983-1984

### **SELECTED SMU ACTIVITIES (1989-Present)**

Senior Associate Dean for Academics, 1998-2003  
Senior Associate Dean for Research, 2006-2012  
Director, SMU Corporate Counsel Externship Program, 2013-Present  
Faculty Advisor, Business Law Society, 2001-Present  
Board of Directors, SMU Willis M. Tate Distinguished Lecture Series, 1992-1995  
Founding Director, SMU Corporate Directors' Institute, 2003-2019  
Faculty Adviser, SMU Law Review Corporate Counsel Annual Symposium, 1993-2018

Editor, SMU Dedman School of Law SSRN Legal Studies Research Paper Series, 2007-2013

Faculty Member, Barristers, 1993-Present

Faculty Adviser, SEC Student Observer Program, 1992-2014

Chair, University Review Committee for Women's Studies Program, 1999-2000

Law School Representative, University Senate, 1991-1993

Chair, Law Review Committee, 2017-2018, 2020-2022

Chair, Curriculum Committee, 2003-2004, 2005-2006

Chair, Appointments Committee, 1992-1993

Member, Appointments Committee, 1993-1994

Member (ex officio), Appointments Committee (1998-2004, 2007-2012)

Member, Executive Committee, 1994-1995

Member, Law Review Committee, 2018-2019, 2022-2023

Chair, Endowed Lecturers Committee, 1990, 1991-1996

Chair, Chair Search Committee, 1989-1990, 2018-2019, 2021-2022

Chair, Mentoring Group, 2008-2012

Member, Judicial Clerkship Committee, 2016-2017

Member, Library Committee, 2008-2012

Member, Reputation Committee, 2009-2010

Member, Chair Search Committee, 1991-1992, 1993-1996

Member, Self Study Committee, 1995-1996

Member, Minority Student Relations Committee, 1989-1990

Member, Financial Aid Committee, 1990

Member, Graduate Committee, 1995-1996

Member, Institutional Effectiveness Committee, 1999-2003

## **COMMUNITY SERVICE**

Executive Committee, Southwest Region, Anti-Defamation League (ADL), 1997-Present

Fellow, Dallas Bar Foundation, 2005-Present

Sponsor, Inaugural ADL Walk Against Hate, 2019

Member, Tennis Court Committee, Town of Highland Park, 2018

Member, Highland Park Independent School District (Texas), Steering Committee for a More Inclusive and Respectful Environment, 2017

Board of Directors, Dallas Hebrew Free Loan Association, 2010-2012

Board of Directors, Dallas Chapter, American Red Cross, 1992-1995

Board of Trustees, National Kidney Foundation of Texas, 1995-1997

Executive Committee, Southwest Region, American Jewish Committee, 1997-2002

Executive Committee, Southwest Region, American Jewish Congress, 1997-2007  
Co-Chair, 2002 SMU United Way Campaign

## **REFERENCES**

Furnished on request